

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
)	

**ORDER GRANTING THE RECAP LIQUIDATING TRUST'S SIXTY-SIXTH
OMNIBUS OBJECTION TO CLAIMS (I) EXPUNGING AMENDED AND
SUPERSEDED CLAIMS; (II) REDESIGNATING AND ALLOWING CLAIMS; (III)
REDUCING AND ALLOWING CLAIMS; AND (IV) REDESIGNATING,
REDUCING AND ALLOWING CLAIMS**

Upon the sixty-sixth omnibus objection to claims (the “Objection”)¹ of the ResCap Liquidating Trust (the “Liquidating Trust”) established pursuant to the terms of the confirmed Plan filed in the above-referenced Chapter 11 Cases and as successor in interest to the Debtors, seeking entry of an order, pursuant to section 502(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim [Docket No. 3294] (the “Claims Objection Procedures Order”), (i) disallowing and expunging the Amended and Superseded Claims and (ii) modifying and allowing the Redesignate and Allow Claims, the Reduce and Allow Claims, and the Redesignate, Reduce and Allow Claims, all as more fully described in the Objection; and it appearing that this Court has jurisdiction to consider the Objection pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. §

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Objection having been provided, and it appearing that no other or further notice need be provided; and upon consideration of the Objection and the *Declaration of Deanna Horst in Support of the ResCap Liquidating Trust's Sixty-Sixth Omnibus Objection to Claims (I) Expunging Amended and Superseded Claims; (II) Redesignating and Allowing Claims; (III) Reducing and Allowing Claims; and (IV) Redesignating, Reducing and Allowing Claims* annexed to the Objection as Annex 1; and the Court having found and determined that the relief sought in the Objection is in the best interests of the Liquidating Trust, the Liquidating Trust's beneficiaries, the Debtors, and all parties in interest and that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and the Court having determined that the Objection complies with the Claims Objection Procedures Order; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The relief requested in the Objection is granted to the extent provided herein.
2. Pursuant to section 502(b) of the Bankruptcy Code, the claims listed on Exhibit A annexed hereto under the heading “*Claims to be Disallowed and Expunged*” (collectively, the “Amended and Superseded Claims”) are hereby disallowed and expunged in their entirety with prejudice.
3. The claims listed on Exhibit A annexed hereto under the heading “*Surviving Claims*” (collectively, the “Surviving Claims”) will remain on the Claims Register and are neither allowed nor disallowed at this time.
4. The disallowance and expungement of the Amended and Superseded Claims does not constitute any admission or finding with respect to any of the Surviving Claims.

5. Kurtzman Carson Consultants LLC (“**KCC**”), the Debtors’ claims and noticing agent, is directed to disallow and expunge the Amended and Superseded Claims identified on the schedule attached as **Exhibit A** hereto so that such claims are no longer maintained on the Debtors’ Claims Register.

6. Pursuant to section 502(b) of the Bankruptcy Code, each claim listed on **Exhibit B** attached hereto (collectively, the “**Redesignate and Allow Claims**”) is redesignated against the Debtor set forth on **Exhibit B** under the column heading “*Modified Debtor Name*” and allowed in the amount and priority set forth on **Exhibit B** under the column heading “*Claim Amount*.”

7. KCC is directed to allow the Redesignate and Allow Claims in the amount and priority set forth on **Exhibit B** under the column heading “*Claim Amount*” against the Debtor set forth on **Exhibit B** under the column heading “*Modified Debtor Name*.”

8. Pursuant to section 502(b) of the Bankruptcy Code, each claim listed on **Exhibit C** attached hereto (collectively, the “**Reduce and Allow Claims**”) is reduced and allowed in the amount and priority set forth on **Exhibit C** under the column heading “*Modified Claim Amount*” and any asserted amounts in excess of the reduced amount are disallowed and expunged.

9. KCC is directed to allow the Reduce and Allow Claims in the amount and priority set forth on **Exhibit C** under the column heading “*Modified Claim Amount*” and to disallow and expunge any asserted amounts in excess of the reduced amount.

10. Pursuant to section 502(b) of the Bankruptcy Code, each claim listed on **Exhibit D** attached hereto (collectively, the “**Redesignate, Reduce and Allow Claims**”) is redesignated, reduced and allowed in the amount and priority set forth on **Exhibit D** under the

column heading “*Modified Claim Amount*” against the Debtor set forth on **Exhibit D** under the column heading “*Modified Debtor Name*,” and any asserted amounts in excess of the reduced amount are disallowed and expunged.

11. KCC is directed to allow the Redesignate, Reduce and Allow Claims in the amount and priority set forth on **Exhibit D** under the column heading “*Modified Claim Amount*” against the Debtor set forth on **Exhibit D** under the column heading “*Modified Debtor Name*,” and to disallow and expunge any asserted amounts in excess of the reduced amount.

12. The Liquidating Trust and KCC are authorized and empowered to take all actions as may be necessary and appropriate to implement the terms of this Order.

13. Notice of the Objection as provided therein shall be deemed good and sufficient notice of such objection, and the requirements of Bankruptcy Rule 3007(a), the Case Management Procedures entered on May 23, 2012 [Docket No. 141], the Claims Objection Procedures Order, and the Local Bankruptcy Rules of this Court are satisfied by such notice.

14. This Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of (1) any Surviving Claim, and (ii) any claim not listed on **Exhibit A**, **Exhibit B**, **Exhibit C**, or **Exhibit D** annexed to this Order, and all rights of the Liquidating Trust or any other party to object on any basis are expressly reserved with respect to any such Surviving Claim and any claim that is not listed on **Exhibit A**, **Exhibit B**, **Exhibit C**, or **Exhibit D** annexed hereto.

15. This Order shall be a final order with respect to each of the Claims identified on **Exhibit A**, **Exhibit B**, **Exhibit C**, or **Exhibit D** annexed hereto, as if each such Claim had been individually objected to.

16. This Court retains jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: June 12, 2014
New York, New York

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge

Claims to be Disallowed and Expunged										Surviving Claims					
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Case Number	Debtor Name	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Case Number	Debtor Name	Number		
1	Galveston County John P. Dillman Linebarger Goggan Blair & Sampson LLP P.O. Box 3064 Houston, TX 77253-3064	5822	11/19/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured Mortgage, \$0.189.22 \$0.00 Priority \$0.00 General Unsecured	12-12032	Galveston County John P. Dillman Linebarger Goggan Blair & Sampson LLP P.O. Box 3064 Houston, TX 77253-3064		6956	08/13/2013	\$0.00 Administrative Priority \$0.00 Administrative Secured Mortgage, \$2,265.19 \$0.00 Priority \$0.00 General Unsecured	12-12032	GMAC LLC	GMAC LLC		
2	Hidalgo County John T. Banks Perdue, Brandon, Fielder, Collins & Mott, L.L.P. 3301 Northland Drive Suite 505 Austin, TX 78731	6320	12/04/2012	\$0.00 Administrative Priority Residential \$0.00 Administrative Secured Funding \$648.84 Secured \$0.00 Priority \$0.00 General Unsecured	12-12019	Hidalgo County Perdue, Brandon, Fielder, Collins & Mott, L.L.P. 3301 Northland Drive Suite 505 Austin, TX 78731		7320	01/09/2014	\$0.00 Administrative Priority Residential \$661.79 Administrative Secured Funding \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured	12-12019	Residential Funding Company, LLC	Residential Funding Company, LLC		
3	McAllen Independent School District John T. Banks Perdue, Brandon, Fielder, Collins & Mott, L.L.P. 3301 Northland Drive Suite 505 Austin, TX 78731	6323	12/04/2012	\$0.00 Administrative Priority Residential \$0.00 Administrative Secured Funding \$1,136.68 Secured \$0.00 Priority \$0.00 General Unsecured	12-12019	McAllen Independent School District John T. Banks Perdue, Brandon, Fielder, Collins & Mott, L.L.P. 3301 Northland Drive Suite 505 Austin, TX 78731		7319	01/09/2014	\$0.00 Administrative Priority Residential \$1,124.39 Administrative Secured Funding \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured	12-12019	Residential Funding Company, LLC	Residential Funding Company, LLC		
4	Merrill Lynch Mortgage Investors, Inc. Jill Fairbrother Assistant General Counsel Global Banking & Markets Litigation Bank of America 50 Rockefeller Plaza, NY1-050-07-01 New York, NY 10020	2737	11/08/2012	\$0.00 Administrative Priority Residential \$0.00 Administrative Secured Funding \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured	12-12019	Merrill Lynch Mortgage Investors, Inc. Jill Fairbrother Assistant General Counsel Global Banking & Markets Litigation Bank of America 50 Rockefeller Plaza, NY1-050-07-01 New York, NY 10020		5890	11/23/2012	\$0.00 Administrative Priority Residential \$0.00 Administrative Secured Funding \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured	12-12019	Residential Funding Company, LLC	Residential Funding Company, LLC		
5	Merrill Lynch Mortgage Lending, Inc. Jill Fairbrother Assistant General Counsel Global Banking & Markets Litigation Bank of America 50 Rockefeller Plaza, NY1-050-07-01 New York, NY 10020	2738	11/08/2012	\$0.00 Administrative Priority Residential \$0.00 Administrative Secured Funding \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured	12-12054	Merrill Lynch Mortgage Lending, Inc. Jill Fairbrother Assistant General Counsel Global Banking & Markets Litigation Bank of America 50 Rockefeller Plaza, NY1-050-07-01 New York, NY 10020		5889	11/23/2012	\$0.00 Administrative Priority Residential \$0.00 Administrative Secured Funding \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured	12-12054	Residential Funding Company, LLC	Residential Funding Company, LLC		
6	Merrill Lynch, Pierce, Fenner & Smith Incorporated Jill Fairbrother Global Banking & Markets Litigation Bank of America 50 Rockefeller Plaza, NY1-050-07-01 New York, NY 10020	87	06/13/2012	\$0.00 Administrative Priority Residential \$0.00 Administrative Secured Asset \$0.00 Securities \$0.00 Priority \$0.00 General Unsecured	12-12054	Merrill Lynch, Pierce, Fenner & Smith Incorporated Jill Fairbrother Global Banking & Markets Litigation Bank of America 50 Rockefeller Plaza, NY1-050-07-01 New York, NY 10020		2747	11/08/2012	\$0.00 Administrative Priority Residential \$0.00 Administrative Secured Asset \$0.00 Securities \$0.00 Priority \$0.00 General Unsecured	12-12054	Residential Asset Corporation	Residential Asset Corporation		
7	Merrill Lynch, Pierce, Fenner & Smith Incorporated Jill Fairbrother Assistant General Counsel Global Banking & Markets Litigation Bank of America 50 Rockefeller Plaza, NY1-050-07-01 New York, NY 10020	88	06/13/2012	\$0.00 Administrative Priority Residential \$0.00 Administrative Secured Asset \$0.00 Securities \$0.00 Priority \$0.00 General Unsecured	12-12053	Merrill Lynch, Pierce, Fenner & Smith Incorporated Jill Fairbrother Global Banking & Markets Litigation Bank of America 50 Rockefeller Plaza, NY1-050-07-01 New York, NY 10020		2748	11/08/2012	\$0.00 Administrative Priority Residential \$0.00 Administrative Secured Asset \$0.00 Securities \$0.00 Priority \$0.00 General Unsecured	12-12053	Residential Asset Corporation	Residential Asset Corporation		
8	Merrill Lynch, Pierce, Fenner & Smith Incorporated Jill Fairbrother Assistant General Counsel Global Banking & Markets Litigation Bank of America 50 Rockefeller Plaza, NY1-050-07-01 New York, NY 10020	89	06/13/2012	\$0.00 Administrative Priority Residential \$0.00 Administrative Secured Asset \$0.00 Securities \$0.00 Priority \$0.00 General Unsecured	12-12053	Merrill Lynch, Pierce, Fenner & Smith Incorporated Jill Fairbrother Global Banking & Markets Litigation Bank of America 50 Rockefeller Plaza, NY1-050-07-01 New York, NY 10020		2745	11/08/2012	\$0.00 Administrative Priority Residential \$0.00 Administrative Secured Asset \$0.00 Securities \$0.00 Priority \$0.00 General Unsecured	12-12053	Residential Asset Corporation	Residential Asset Corporation		
9	PNC Mortgage, a division of PNC Bank, NA Christian S. Martin 3232 Newmark Drive (B6-YM14-01-4) Miamisburg, OH 45342	3574	11/08/2012	UNLIQUIDATED Administrative Priority Residential \$0.00 Administrative Secured Funding \$0.00 Priority \$2,076,101.22 General Unsecured	12-12019	PNC Mortgage, a division of PNC Bank, NA Christian S. Martin 3232 Newmark Drive (B6-YM14-01-4) Miamisburg, OH 45342		6410	01/07/2013	UNLIQUIDATED Administrative Priority Residential \$0.00 Administrative Secured Funding \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured	12-12019	Residential Funding Company, LLC	Residential Funding Company, LLC		

Claims to be Disallowed and Expunged										Surviving Claims				
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Case Number	Debtor Name	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Case Number	Debtor Name	Number	
10	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	3581	11/10/2012	\$0.00 Administrative Secured Capital, LLC	12-12020	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161	7237	08/26/2013	\$0.00 Administrative Priority Residential Capital, LLC	12-12020	\$0.00 Administrative Secured Capital, LLC	Residential	
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Priority						\$0.00 Secured				
				UNLIQUIDATED General Unsecured						\$0.00 Priority				
										UNLIQUIDATED General Unsecured				
11	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7187	11/10/2012	\$0.00 Administrative Priority Residential Funding Company, LLC	12-12019	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161	7161	08/26/2013	\$0.00 Administrative Priority Residential Funding Company, LLC	12-12019	\$0.00 Administrative Secured Funding Company, LLC	Residential	
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured						\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
				UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured				
12	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7188	11/10/2012	\$0.00 Administrative Priority ditech, LLC	12-12021	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161	7238	08/26/2013	\$0.00 Administrative Priority ditech, LLC	12-12021	\$0.00 Administrative Secured		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured						\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
				UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured				
13	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7189	11/10/2012	\$0.00 Administrative Priority DOA Holding Properties, LLC	12-12022	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161	7239	08/26/2013	\$0.00 Administrative Priority DOA Holding Properties, LLC	12-12022	\$0.00 Administrative Secured Properties, LLC		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured						\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
				UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured				
14	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7190	11/10/2012	\$0.00 Administrative Priority DOA Properties IX (Lots-Other), LLC	12-12023	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161	7240	08/26/2013	\$0.00 Administrative Priority DOA Properties IX (Lots-Other), LLC	12-12023	\$0.00 Administrative Secured Properties IX (Lots-Other), LLC		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured						\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
				UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured				
15	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7191	11/10/2012	\$0.00 Administrative Priority EPRE LLC	12-12024	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161	7241	08/26/2013	\$0.00 Administrative Priority EPRE LLC	12-12024	\$0.00 Administrative Secured		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured						\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
				UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured				
16	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7192	11/10/2012	\$0.00 Administrative Priority Equity Investment I, LLC	12-12025	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161	7242	08/26/2013	\$0.00 Administrative Priority Equity Investment I, LLC	12-12025	\$0.00 Administrative Secured		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured						\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
				UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured				
17	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7193	11/10/2012	\$0.00 Administrative Priority ETS of Washington, Inc.	12-12026	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161	7243	08/26/2013	\$0.00 Administrative Priority ETS of Washington, Inc.	12-12026	\$0.00 Administrative Secured		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured						\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
				UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured				
18	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7194	11/10/2012	\$0.00 Administrative Priority ETS of Washington, Inc.	12-12027	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161	7244	08/26/2013	\$0.00 Administrative Priority ETS of Washington, Inc.	12-12027	\$0.00 Administrative Secured		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured						\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
				UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured				

Claims to be Disallowed and Expunged										Surviving Claims					
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Case Number	Debtor Name	Claim Number	Date Filed	Claim Amount	Asserted Case Number	Debtor Name	Claim Number	Date Filed	Claim Amount	Asserted Case Number
19	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7195	11/10/2012	\$0.00 Administrative Secured Trustee Services, LLC	12-12028	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7245	08/26/2013	\$0.00 Administrative Priority Executive	12-12028	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161				
20	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7196	11/10/2012	\$0.00 Administrative Secured Trustee Services, LLC	12-12029	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7246	08/26/2013	\$0.00 Administrative Priority GMAC-RFC Holding Company, LLC	12-12029	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161				
21	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7197	11/10/2012	\$0.00 Administrative Priority GMAC Model Home Finance I, LLC	12-12030	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7247	08/26/2013	\$0.00 Administrative Priority GMAC Model Home Finance I, LLC	12-12030	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161				
22	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7198	11/10/2012	\$0.00 Administrative Priority GMAC Mortgage USA Corporation	12-12031	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7248	08/26/2013	\$0.00 Administrative Priority GMAC Mortgage USA Corporation	12-12031	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161				
23	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7199	11/10/2012	\$0.00 Administrative Priority GMAC Mortgage, LLC	12-12032	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7249	08/26/2013	\$0.00 Administrative Priority GMAC Mortgage, LLC	12-12032	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161				
24	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7200	11/10/2012	\$0.00 Administrative Priority GMAC Residential Holding Company, LLC	12-12033	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7250	08/26/2013	\$0.00 Administrative Priority GMAC Residential Holding Company, LLC	12-12033	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161				
25	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7201	11/10/2012	\$0.00 Administrative Priority GMAC RH Settlement Services, LLC	12-12034	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7251	08/26/2013	\$0.00 Administrative Priority GMAC RH Settlement Services, LLC	12-12034	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161				
26	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7202	11/10/2012	\$0.00 Administrative Priority GMAC Borrower LLC	12-12035	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7252	08/26/2013	\$0.00 Administrative Priority GMAC Borrower LLC	12-12035	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161				
27	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7203	11/10/2012	\$0.00 Administrative Priority GMACM REO LLC	12-12036	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7253	08/26/2013	\$0.00 Administrative Priority GMACM REO LLC	12-12036	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161				

Claims to be Disallowed and Expunged										Surviving Claims				
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Case Number	Debtor Name	Claim Number	Date Filed	Claim Amount	Asserted Case Number	Debtor Name	Claim Amount	Asserted Case Number	
28	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7204	11/10/2012	\$0.00 Administrative Secured Mortgage Products, LLC	12-12037	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7254	08/26/2013	\$0.00 Administrative Priority GMACR	12-12037	Wells Fargo Bank, N.A., as Custodian Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			
29	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7205	11/10/2012	\$0.00 Administrative Priority HFN REO Sub II, LLC	12-12038	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7255	08/26/2013	\$0.00 Administrative Priority HFN REO Sub II, LLC	12-12038	Wells Fargo Bank, N.A., as Custodian Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			
30	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7206	11/10/2012	\$0.00 Administrative Priority Home Connects Lending Services, LLC	12-12039	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7256	08/26/2013	\$0.00 Administrative Priority Home Connects Lending Services, LLC	12-12039	Wells Fargo Bank, N.A., as Custodian Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			
31	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7207	11/10/2012	\$0.00 Administrative Priority Homecomings Financial Real Estate Holdings, LLC	12-12040	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7257	08/26/2013	\$0.00 Administrative Priority Homecomings Financial Real Estate Holdings, LLC	12-12040	Wells Fargo Bank, N.A., as Custodian Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			
32	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7208	11/10/2012	\$0.00 Administrative Priority Homecomings Financial, LLC	12-12042	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7258	08/26/2013	\$0.00 Administrative Priority Homecomings Financial, LLC	12-12042	Wells Fargo Bank, N.A., as Custodian Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			
33	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7209	11/10/2012	\$0.00 Administrative Priority Ladue Associates, Inc.	12-12043	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7259	08/26/2013	\$0.00 Administrative Priority Ladue Associates, Inc.	12-12043	Wells Fargo Bank, N.A., as Custodian Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			
34	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7210	11/10/2012	\$0.00 Administrative Priority Passive Asset Transactions, LLC	12-12044	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7260	08/26/2013	\$0.00 Administrative Priority Passive Asset Transactions, LLC	12-12044	Wells Fargo Bank, N.A., as Custodian Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			
35	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7211	11/10/2012	\$0.00 Administrative Priority PATI A, LLC	12-12045	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7261	08/26/2013	\$0.00 Administrative Priority PATI A, LLC	12-12045	Wells Fargo Bank, N.A., as Custodian Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			
36	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7212	11/10/2012	\$0.00 Administrative Priority PATI B, LLC	12-12046	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7262	08/26/2013	\$0.00 Administrative Priority PATI B, LLC	12-12046	Wells Fargo Bank, N.A., as Custodian Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			

Claims to be Disallowed and Expunged										Surviving Claims				
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Case Number	Debtor Name	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Case Number	Debtor Name		
37	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7213	11/10/2012	\$0.00 Administrative Priority	12-12047	PATI Real Estate Holdings, LLC	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7263	08/26/2013	\$0.00 Administrative Priority	12-12047	PATI Real Estate Holdings, LLC		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured			Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
	UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured							
38	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7214	11/10/2012	\$0.00 Administrative Priority	12-12048	RAHI A, LLC	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7264	08/26/2013	\$0.00 Administrative Priority	12-12048	RAHI A, LLC		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured			Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
	UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured							
39	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7215	11/10/2012	\$0.00 Administrative Priority	12-12049	RAHI B, LLC	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7265	08/26/2013	\$0.00 Administrative Priority	12-12049	RAHI B, LLC		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured			Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
	UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured							
40	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7216	11/10/2012	\$0.00 Administrative Priority	12-12050	RAHI Real Estate Holdings, LLC	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7266	08/26/2013	\$0.00 Administrative Priority	12-12050	RAHI Real Estate Holdings, LLC		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured			Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
	UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured							
41	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7217	11/10/2012	\$0.00 Administrative Priority	12-12051	RCSFIV2004, LLC	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7267	08/26/2013	\$0.00 Administrative Priority	12-12051	RCSFIV2004, LLC		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured			Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
	UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured							
42	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7218	11/10/2012	\$0.00 Administrative Priority	12-12052	Residential Accredit Loans, Inc.	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7268	08/26/2013	\$0.00 Administrative Priority	12-12052	Residential Accredit Loans, Inc.		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured			Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
	UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured							
43	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7219	11/10/2012	\$0.00 Administrative Priority	12-12053	Residential Asset Mortgage Products, Inc.	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7269	08/26/2013	\$0.00 Administrative Priority	12-12053	Residential Asset Mortgage Products, Inc.		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured			Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
	UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured							
44	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7220	11/10/2012	\$0.00 Administrative Priority	12-12054	Residential Asset Securities Corporation	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7270	08/26/2013	\$0.00 Administrative Priority	12-12054	Residential Asset Securities Corporation		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured			Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
	UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured							
45	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7221	11/10/2012	\$0.00 Administrative Priority	12-12055	Residential Consumer Services of Alabama, LLC	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7271	08/26/2013	\$0.00 Administrative Priority	12-12055	Residential Consumer Services of Alabama, LLC		
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured			Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Secured				
				\$0.00 Priority						\$0.00 Priority				
	UNLIQUIDATED General Unsecured						UNLIQUIDATED General Unsecured							

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)
EXHIBIT A
“SIXTH OMNIBUS OBJECTION - AMENDED AND SUPERSEDED CLAIMS (NON-BORROWER CLAIMS)

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

EXHIBIT A

SIXTY-SIXTH OMNIBUS OBJECTION - AMENDED AND SUPERSEDED CLAIMS (NON-BORROWER CLAIMS)

Claims to be Disallowed and Expunged							Surviving Claims				
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Case Number	Debtor Name	Claim Number	Date Filed	Claim Amount	Asserted Case Number	Debtor Name
55	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7231	11/10/2012	\$0.00 Administrative Priority	12-12065	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7281	08/26/2013	\$0.00 Administrative Priority	12-12065	RFC Asset Holdings II, LLC
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Administrative Secured					\$0.00 Administrative Secured		
				\$0.00 Priority					\$0.00 Priority		
				UNLIQUIDATED General Unsecured					UNLIQUIDATED General Unsecured		
56	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7232	11/10/2012	\$0.00 Administrative Priority	12-12066	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7282	08/26/2013	\$0.00 Administrative Priority	12-12066	RFC Asset Management, LLC
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Administrative Secured					\$0.00 Administrative Secured		
				\$0.00 Secured					\$0.00 Secured		
				\$0.00 Priority					\$0.00 Priority		
				UNLIQUIDATED General Unsecured					UNLIQUIDATED General Unsecured		
57	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7233	11/10/2012	\$0.00 Administrative Priority	12-12068	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7283	08/26/2013	\$0.00 Administrative Priority	12-12068	RFC Borrower LLC
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Administrative Secured					\$0.00 Administrative Secured		
				\$0.00 Secured					\$0.00 Secured		
				\$0.00 Priority					\$0.00 Priority		
				UNLIQUIDATED General Unsecured					UNLIQUIDATED General Unsecured		
58	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7234	11/10/2012	\$0.00 Administrative Priority	12-12070	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7284	08/26/2013	\$0.00 Administrative Priority	12-12070	RFC REO LLC
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Administrative Secured					\$0.00 Administrative Secured		
				\$0.00 Secured					\$0.00 Secured		
				\$0.00 Priority					\$0.00 Priority		
				UNLIQUIDATED General Unsecured					UNLIQUIDATED General Unsecured		
59	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7235	11/10/2012	\$0.00 Administrative Priority	12-12071	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7285	08/26/2013	\$0.00 Administrative Priority	12-12071	RFC SFIV-2002, LLC
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Administrative Secured					\$0.00 Administrative Secured		
				\$0.00 Secured					\$0.00 Secured		
				\$0.00 Priority					\$0.00 Priority		
				UNLIQUIDATED General Unsecured					UNLIQUIDATED General Unsecured		
60	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7236	11/10/2012	\$0.00 Administrative Priority	12-12069	Wells Fargo Bank, N.A., solely in its capacity as custodian for certain mortgage backed securities trusts, etc.	7286	08/26/2013	\$0.00 Administrative Priority	12-12069	RFC Construction Funding, LLC
	Attn Mary L. Sohlberg, Vice President Wells Fargo Bank, N.A., as Custodian MAC N9311-161			\$0.00 Administrative Secured					\$0.00 Administrative Secured		
				\$0.00 Secured					\$0.00 Secured		
				\$0.00 Priority					\$0.00 Priority		
				UNLIQUIDATED General Unsecured					UNLIQUIDATED General Unsecured		

SIXTY-SIXTH OMNIBUS OBJECTION - MODIFY - REDESIGNATE AND ALLOW CLAIMS (NON-BORROWER CLAIMS)

	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Modified Debtor Name	Modified Case Number
1	Corporation Service Company 2711 Centerville Road Suite 400 Wilmington, DE 19808	1244	10/18/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$2,220.00 General Unsecured	Residential Asset Mortgage Products, Inc.	12-12053	Residential Funding Company, LLC	12-12019
2	Corporation Service Company 2711 Centerville Road Suite 400 Wilmington, DE 19808	1245	10/18/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$426.00 General Unsecured	Residential Asset Securities Corporation	12-12054	Residential Funding Company, LLC	12-12019
3	Corporation Service Company 2711 Centerville Road Suite 400 Wilmington, DE 19808	1246	10/18/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$923.00 General Unsecured	Residential Funding Mortgage Securities I, Inc.	12-12060	Residential Funding Company, LLC	12-12019
4	Corporation Service Company 2711 Centerville Road Suite 400 Wilmington, DE 19808	1248	10/18/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$435.00 General Unsecured	GIVAC Mortgage, LLC	12-12032	Residential Funding Company, LLC	12-12019
5	Corporation Service Company 2711 Centerville Road Suite 400 Wilmington, DE 19808	1249	10/18/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$2,262.00 General Unsecured	Residential Accredited Loans, Inc.	12-12052	Residential Funding Company, LLC	12-12019
6	Corporation Service Company 2711 Centerville Road Suite 400 Wilmington, DE 19808	1250	10/18/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$568.00 General Unsecured	Residential Funding Mortgage Securities II, Inc.	12-12061	Residential Funding Company, LLC	12-12019

SIXTY-SIXTH OMNIBUS OBJECTION - MODIFY - REDESIGNATE AND ALLOW CLAIMS (NON-BORROWER CLAIMS)

	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Modified Debtor Name	Modified Case Number
7	DINSMORE & SHOHL LLP PO BOX 640635 CINCINNATI, OH 45264-0635	1172	10/12/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$785.40 General Unsecured	Homecomings Financial, LLC	12-12042	GMAC Mortgage, LLC	12-12032
8	DOWNS RACHLIN MARTIN PLLC PROF. CCRP 90 PROSPECT ST ST JOHNSBURY, VT 05819-0099	1494	10/22/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$4,010.50 General Unsecured	Residential Capital, LLC	12-12020	GMAC Mortgage, LLC	12-12032
9	MidAmerican Energy Co PO Box 4350 Credit Davenport, IA 52808	21	05/25/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$11,784.16 General Unsecured	Residential Capital, LLC	12-12020	GMAC Mortgage, LLC	12-12032
10	Northern States Power Co., A Minnesota Corporation, DBA Xcel Energy PO Box 727 La Crosse , WI 54602	77	06/11/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$28,962.24 General Unsecured	GMAC-RFC Holding Company, LLC	12-12029	Residential Funding Company, LLC	12-12015
11	Southwestern Bell Telephone Company James Grudus, Esq. c/o AT&T Services, Inc One AT&T Way, Room 3A218 Bedminster, NJ 07921	3589	11/12/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,103.09 General Unsecured	Residential Capital, LLC	12-12020	GMAC Mortgage, LLC	12-12032
12	ThompsonMcMullan, P.C. William D. Prince, IV, Esq 100 Shockoe Slip Richmond, VA 23219	3591	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$11,290.97 General Unsecured	Residential Capital, LLC	12-12020	GMAC Mortgage, LLC	12-12032

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MGI)) (JOINTLY ADMINISTERED)

EXHIBIT B

SIXTY-SIXTH OMNIBUS OBJECTION - MODIFY - REDESIGNATE AND ALLOW CLAIMS (NON-BORROWER CLAIMS)

Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Modified Debtor Name	Modified Case Number
United Parcel Service c/o Receivable Management Services (RMS) PO Box 4396 Timonium, MD 21094	877	10/01/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$175.66 General Unsecured	GMAC Mortgage USA Corporation	12-12031	GMAC Mortgage, LLC	12-12032

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

EXHIBIT C

SIXTY-SIXTH OMNIBUS OBJECTION - MODIFY - REDUCE AND ALLOW CLAIMS (NON-BORROWER CLAIMS)

	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Modified Claim Amount	Reason For Modification
1	Armstrong Teasdale LLP 7700 Forsyth Blvd., Suite 1800 Saint Louis, MO 63105	1880	10/29/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$9,779.33 General Unsecured	GMAC Mortgage, LLC	12-12032	\$0.00 Administrative Priority \$0.00 Secured \$0.00 Priority \$5,257.00 General Unsecured	Reduced claim due to amounts not found in books and records.
2	HAYNSWORTH SINKLER BOYD PA C/O TARA E. NAUFUL, ESQ. 134 MEETING ST, 4TH FLOOR CHARLESTON, SC 29401	6771	03/05/2013	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,036.50 General Unsecured	GMAC Mortgage, LLC	12-12032	\$0.00 Administrative Priority \$0.00 Secured \$0.00 Priority \$885.00 General Unsecured	Reduced claim due to post-petition amounts paid but included by claimant in the claim amount.
3	HERC U LIFE INC 5655 HWY 12 W PO BOX 69 MAPLE PLAIN, MN 55359-0069	607	09/19/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$145.82 General Unsecured	GMAC Mortgage, LLC	12-12032	\$0.00 Administrative Priority \$0.00 Secured \$0.00 Priority \$107.27 General Unsecured	Reduced claim due to different balances in the claim vs in books and records. POC lists claim amount of \$145.82, however, invoice attached to the claim for \$107.27. Rescap Liquidating Trust (RLT) called claimant to clarify difference. Claimant indicated difference of \$38.55 was for finance charges. However, claimant was unable to provide a revised invoice. Claimant advised RLT to reduce claim to invoice amount of \$107.27 which equals the SOAL amount.
4	LAW OFFICES OF ROBERT C DOUGHERTY 1130 SW Morrison St STE 210 Portland, OR 97205-2213	576	09/19/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$2,279.23 General Unsecured	Residential Funding Company, LLC	12-12019	\$0.00 Administrative Priority \$0.00 Secured \$0.00 Priority \$1,666.23 General Unsecured	Reduced claim due to invoices amounts disallowed and invoices paid. Invoice 23766 was paid. Invoice 24029 is allowed.
5	UNIVERSAL 004 PO BOX 60250 LOS ANGELES, CA 90060	528	09/17/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$537.15 General Unsecured	GMAC Mortgage, LLC	12-12032	\$0.00 Administrative Priority \$0.00 Secured \$0.00 Priority \$380.83 General Unsecured	Reduced claim due to post-petition amounts paid but included by claimant in the claim amount.
6	#N/A	#N/A	#N/A	#N/A Administrative Priority #N/A Administrative Secured #N/A Secured #N/A Priority #N/A General Unsecured		#N/A	#N/A \$0.00 Administrative Priority \$0.00 Secured \$0.00 Priority #N/A General Unsecured	#N/A

SIXTY-SIXTH OMNIBUS OBJECTION - MODIFY - REDESIGNATE, REDUCE AND ALLOW CLAIMS (NON-BORROWER CLAIMS)

	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Modified Claim Amount	Modified Debtor Name	Modified Case Number	Reason For Modification
1	AT&T Corp Karen A. Cavagnaro - Lead Paralegal AT&T Services, Inc One AT&T Way, Room 3A104 Bedminster, NJ 07921	7352	01/29/2014	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$57,688.31 General Unsecured	Residential Capital, LLC	12-12020	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$55,618.86 General Unsecured	GMAC Mortgage, LLC	12-12032	Based on books and records, claim was asserted against incorrect debtor entity. In addition, claim does not match books and records of correct debtor entity.
2	DINSMORE AND SHOHL LLP PO BOX 640635 CINCINNATI, OH 45264	1175	10/12/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$7,846.15 General Unsecured	GMAC Mortgage, LLC	12-12032	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$723.15 General Unsecured	Residential Funding Company, LLC	12-12019	Reduced claim based on (1) post petition amounts paid in ordinary course of business, (2) invoices not found in books and records, and, (3) invoices disallowed. Claim asserted against the wrong debtor entity.
3	Foster Swift Collins & Smith, P.C. Deanna Swisher (P33341) 313 S. Washington Square Lansing, MI 48933	2011	10/31/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$779.00 General Unsecured	Residential Capital, LLC	12-12020	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$395.00 General Unsecured	GMAC Mortgage, LLC	12-12032	Reduced claim due to invoices not found in books and records. Claim asserted against the wrong debtor entity.
4	Office Depot 6600 N. Military Trail - S401F Boca Raton, FL 33496	47	05/29/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$37,153.12 General Unsecured	GMAC Mortgage, LLC	12-12032	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$28,100.14 General Unsecured	Residential Funding Company, LLC	12-12032	Reduced claim due to (1) invoices not found in books and records, (2) different balances in the claim vs in books and records, and (3) invoices claimed were against non-debtor entities. Portion of the claim asserted against incorrect debtor.
5	Wright, Finlay & Zalk, LLP Attn: Nichole Glowin 4665 MacArthur Court, Suite 280 Newport Beach, CA 92660	6870	06/27/2013	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$10,050.72 General Unsecured	Residential Capital, LLC	12-12020	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$6,135.70 General Unsecured	GMAC Mortgage, LLC	12-12032	Reduced claim due to different balances in the claim vs in books and records and invoices paid. Claim asserted against the wrong debtor entity.

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